

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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DINOSAUR FINANCIAL GROUP LLC, : Case Nos. 1:22-cv-1860-KPF,  
HILDENE CAPITAL MANAGEMENT, : 1:22-cv-1929-KPF  
LLC and SWISS LIFE INVESTMENT :  
MANAGEMENT HOLDING AG, on behalf :  
of themselves and all others similarly :  
situated, :  
: Plaintiffs, :  
: -against- :  
: S&P GLOBAL, INC., AMERICAN :  
BANKERS ASSOCIATION, and FACTSET :  
RESEARCH SYSTEMS INC., :  
: Defendants. :  
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**AFFIDAVIT OF JEFFREY MITNICK  
IN SUPPORT OF DEFENDANTS' MOTION TO SEAL**

I, JEFFREY MITNICK, in support of the letter Motion to Seal Exhibits to the Defendants' Motion to Dismiss the Second Amended Class Action Complaint, do hereby state as follows:

1. I am the Senior Vice President, Assistant General Counsel of Defendant FactSet Research Systems Inc. ("FactSet").
2. In March 2022, FactSet acquired from Defendant S&P Global, Inc. a business entity known as CUSIP Global Services, or "CGS." Among my duties for FactSet, I provide legal advice to the CGS business unit of FactSet. I am authorized to submit this Affidavit on behalf of FactSet. The facts set forth in this Affidavit are known to me within the scope of my employment, and I make the following statements upon personal knowledge.

3. Exhibits 1 - 3 to Defendants' Motion to Dismiss are, to the best of my knowledge, true and correct copies of the most recent CUSIP Global Services Subscription Agreements entered into between CGS and the Plaintiffs in this case, Dinosaur Financial Group, Hildene Capital Management, and Swiss Life Investment, respectively. Each of these Agreements is currently in effect.

4. Each of these Subscription Agreements consists of a proprietary form of agreement developed by CGS, that grants Subscribers the ability to access via an electronic data feed and bulk download CGS Data received from CGS or a third-party data provider. Each Agreement includes a Services Attachment identifying the particular services to which the Subscriber will be given access, and a Use of Service Statement into which the Subscriber enters company-specific information describing the nature and extent of their current and/or intended use of CGS Data.

5. More specifically, each Subscriber's Use of Service Statement requests each Subscriber to describe its specific business attributes and its particular business needs of and contemplated uses for the CGS Data. The Subscriber completes the Use of Service Statement by providing limited, potentially proprietary, information relevant to the license terms, including the specific CGS Data services it wishes to access, its business lines that use and maintain the CGS Data, the ways in which it intends to use the CGS Data, the volume of CGS Data it intends to access via electronic data feed or download in bulk, the third-party data providers and other means by which it accesses the CGS Data, and the applicable pricing schedule. These are the types of competitively sensitive information that, if publicly known, could provide an unfair business advantage to a Subscriber's competitors and harm a Subscriber's business interests.

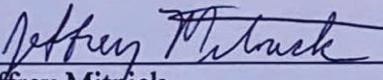
CGS understands that its Subscribers consider the company-specific information they disclose in the Subscriber Agreement to be Confidential Information.

6. CGS maintains these executed Subscription Agreements as Confidential Information, and requires each Subscriber to do so as well. Section 11.5 of each Subscription Agreement provides that "the parties agree and acknowledge that the terms and conditions of this Agreement and any applicable amendments and/or Service Attachment(s) shall be deemed, and protected as, Confidential Information and shall not be disclosed to any third parties...."

7. For these reasons, FactSet submits that Exhibits 1 – 3 should properly be filed under seal and treated as confidential.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on February 13, 2023

  
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Jeffrey Mitnick  
SVP, Assistant General Counsel  
FactSet Research Systems Inc.